

May 28, 2020

**NOTICE TO JOINT LEGISLATIVE COMMITTEE ON LOCAL GOVERNMENT OF  
PROPOSED LOCAL GOVERNMENT FINANCING**

Joint Legislative Committee on Local Government  
North Carolina General Assembly  
16 West Jones Street  
Raleigh, North Carolina 27601  
Attention Committee Chairs; Committee Assistant

Fiscal Research Division  
North Carolina General Assembly  
300 North Salisbury Street, Suite 619  
Raleigh, North Carolina 27603-5925  
Attention: Interim Director

**\$30,000,000  
INLIVIAN  
Multifamily Mortgage Revenue Note  
(Freedom Flats), Series 2020**

Ladies and Gentlemen:

We are bond counsel for INLIVIAN (formerly known as the Housing Authority of the City of Charlotte, N.C.) (the "Authority") in connection with the proposed issuance of its Multifamily Mortgage Revenue Note (Freedom Flats), Series 2020 (the "Note") in an aggregate principal amount not to exceed \$30,000,000. The proceeds of the Note will be loaned to ECG Freedom, LP, a North Carolina limited partnership (the "Borrower"), or an affiliate or subsidiary thereof, for the purpose of providing all or part of the funds with which to pay the cost of the acquisition, construction and equipping of a low income multifamily housing development to be known as Freedom Flats, consisting of approximately 220 units, and located in Charlotte, Mecklenburg County, North Carolina (the "Project").

The Note will be issued under the North Carolina Housing Authorities Law, Article 1 of Chapter 157 of the North Carolina General Statutes, as amended (the "Act"). The proceeds of the Note will be loaned to the Borrower under a loan agreement with the Authority, pursuant to which the Borrower will promise to pay amounts sufficient to pay principal, premium, if any, and interest on the Note when due. The Borrower's obligation will be secured by a deed of trust on the Project. The Borrower and the Authority will file restrictive covenants requiring that the Project be operated as a "qualified residential rental facility," under the Internal Revenue Code of 1986, as amended, and as a facility that provides housing for persons of low or moderate income under the Act for the longer of the term of the Note or 15 years. The Borrower will be solely responsible for repaying the Note, and the Authority will have no financial liability whatsoever for its repayment. The Note does not represent or constitute a debt or pledge of the faith and credit of the Authority, the City of Charlotte, the State of North Carolina, or any political subdivision thereof. Principal of and premium (if any) and interest on the Note are payable solely from the revenues received from the Borrower.

Joint Legislative Committee on Local Government  
Fiscal Research Division  
May 28, 2020  
Page 2

This notice is provided pursuant to N.C. Gen. Stat. §120-157.2(a). The Authority expects that the North Carolina Local Government Commission (the "Commission") will consider the Authority's proposal to issue the Note for approval at the Commission's meeting scheduled for August 4, 2020. We are delivering this notice on behalf of the Authority and the Borrower in accordance with directions provided by the Commission in Memorandum No. 2012-02 dated July 25, 2011.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Kristen Kirby", written in a cursive style.

Kristen M. Kirby, Esq.  
Bond Counsel

cc: Greg C. Gaskins, Secretary  
Local Government Commission  
NC Department of State Treasurer  
3200 Atlantic Avenue  
Raleigh, NC 27604